

**EXHIBIT "C"**

Budget

PS AMERICA, INC.													
DIP Funding Projections													
Updated for week ending:													
	10/5/09	10/12/09	10/19/09	10/26/09	11/2/09	11/9/09	11/16/09	11/23/09	11/30/09	12/7/09	12/14/09	12/21/09	12/28/09
	TO	TO	TO	TO	TO	TO	TO	TO	TO	TO	TO	TO	TO
	10/9/09	10/16/09	10/23/09	10/30/09	11/6/09	11/13/09	11/20/09	11/27/09	12/4/09	12/11/09	12/18/09	12/25/09	1/1/10
	Week 1 fcst	Week 2 fcst	Week 3 fcst	Week 4 fcst	Week 5 fcst	Week 6 fcst	Week 7 fcst	Week 8 fcst	Week 9 fcst	Week 10 fcst	Week 11 fcst	Week 12 fcst	Week 13 fcst
Beginning cash balance	\$ -	\$(1,413,200)	\$(2,213,700)	\$(2,678,075)	\$(2,770,775)	\$(1,843,275)	\$ (471,025)	\$ (57,650)	\$ 1,139,100	\$ 713,900	\$ 1,068,900	\$ 843,900	\$ (33,600)
<b>Cash outflows:</b>													
Payroll-pre			(140,000)										
Payroll-post	(100,000)		(365,000)		(365,000)		(505,000)		(365,000)		(505,000)		(390,000)
Prepaid rent	(330,200)												
Monthly rent				(330,200)					(330,200)				(330,200)
Rental Real Estate Taxes							(67,000)						
Prepaid utilities		(320,000)											
Monthly utilities	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)	(40,000)
Supplier-20 day pre	(680,000)	(680,000)	-										
Supplier-20 day pre-last 3 days	(350,000)	(350,000)	-										
Supplier-post	(683,000)	(2,048,000)	(1,365,000)	(1,365,000)	(341,250)	(341,250)	(341,250)	(341,250)	(1,365,000)	(1,365,000)	(1,365,000)	(1,365,000)	(1,365,000)
Credit Card Fees-Post	(15,000)				(110,000)				(110,000)				
Referral Fees - Pre	(105,000)	(35,000)	(35,000)	(35,000)	(25,000)	(25,000)	(25,000)	(15,000)	(15,000)	(15,000)	(15,000)	(10,000)	(10,000)
Referral Fees - Post	-	-	-	(17,500)	(26,250)	(31,500)	(35,000)	(35,000)	(35,000)	(35,000)	(35,000)	(35,000)	(35,000)
Sales Tax			(165,375)				(375,375)					(427,500)	
Royalties - CCA Global							(100,000)				(100,000)		
Adv, Supplies, Insur, etc	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)	(55,000)
Chief Restruction Officer		(25,000)		(25,000)		(25,000)		(25,000)		(25,000)		(25,000)	
Legal fees				(115,000)				(115,000)					(115,000)
Total cash outflow	(2,358,200)	(3,553,000)	(2,165,375)	(1,982,700)	(962,500)	(517,750)	(1,476,625)	(693,250)	(2,315,200)	(1,535,000)	(2,115,000)	(1,957,500)	(2,340,200)
<b>Cash inflows:</b>													
Store deposits	875,000	1,312,500	1,575,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,000,000	1,000,000
Store deposits - Pre		435,000											
Store deposits - Pre		900,000	-	-									
Referral Fees	17,500	26,250	31,500	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	20,000	20,000
Sales Tax	52,500	78,750	94,500	105,000	105,000	105,000	105,000	105,000	105,000	105,000	105,000	60,000	60,000
Total cash inflow	945,000	2,752,500	1,701,000	1,890,000	1,890,000	1,890,000	1,890,000	1,890,000	1,890,000	1,890,000	1,890,000	1,080,000	1,080,000
<b>Net weekly cashflow</b>	<b>\$(1,413,200)</b>	<b>\$ (800,500)</b>	<b>\$ (464,375)</b>	<b>\$ (92,700)</b>	<b>\$ 927,500</b>	<b>\$ 1,372,250</b>	<b>\$ 413,375</b>	<b>\$ 1,196,750</b>	<b>\$ (425,200)</b>	<b>\$ 355,000</b>	<b>\$ (225,000)</b>	<b>\$ (877,500)</b>	<b>\$(1,260,200)</b>
<b>Ending cash balance</b>	<b>\$(1,413,200)</b>	<b>\$(2,213,700)</b>	<b>\$(2,678,075)</b>	<b>\$(2,770,775)</b>	<b>\$(1,843,275)</b>	<b>\$ (471,025)</b>	<b>\$ (57,650)</b>	<b>\$ 1,139,100</b>	<b>\$ 713,900</b>	<b>\$ 1,068,900</b>	<b>\$ 843,900</b>	<b>\$ (33,600)</b>	<b>\$(1,293,800)</b>
Weekly Sales	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000	1,000,000	1,000,000